

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION  
CORPORATION,

Plaintiff,

v.

BERNARD L. MADOFF INVESTMENT  
SECURITIES LLC,

Defendant.

In re:

BERNARD L. MADOFF,

Debtor.

Adv. Pro. No. 08-01789 (SMB)

SIPA Liquidation

(Substantively Consolidated)

**ORDER APPROVING APPLICATIONS FOR ALLOWANCE OF COMPENSATION  
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES**

This matter came before the Court on August 23, 2017 on the application (the “Application”)<sup>1</sup> of Irving H. Picard, trustee (“Trustee”) for the substantively consolidated liquidation proceeding of Bernard L. Madoff Investment Securities LLC (“BLMIS”), and Bernard L. Madoff (“Madoff”, and together with BLMIS, each a “Debtor” and collectively, the “Debtors”), and Baker & Hostetler LLP (“B&H”), counsel to the Trustee (together with the Trustee, the “Applicants”), with the support and approval of the Securities Investor Protection Corporation (“SIPC”), for entry of an order for interim allowance, pursuant to section 78eee(b)(5) of the Securities Investor Protection Act, 15 U.S.C. §§ 78aaa, *et seq.* (“SIPA”),<sup>2</sup> sections 330(a) and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 2016-1

<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Application.

<sup>2</sup> For convenience, future reference to SIPA will not include “15 U.S.C.”

of the Local Rules for the Bankruptcy Court for the Southern District of New York (the “Local Rules”), for compensation for professional services rendered and for reimbursement of actual and necessary expenses incurred during the period December 1, 2016 through and including March 31, 2017 (the “Compensation Period”) in the amounts listed on Exhibit A attached hereto pursuant to the Order Pursuant to Section 78eee(b)(5) of SIPA, Sections 105, 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016(a) and Local Bankruptcy Rule 2106-1 Establishing Procedures Governing Interim Monthly Compensation of Trustee and Baker & Hostetler LLP, dated February 25, 2009 (ECF No. 126), as amended on December 17, 2009 and June 1, 2011 (ECF Nos. 1078 and 4125) (collectively, the “Second Amended Compensation Order”), as more fully set forth in the Application (ECF No. 16367); and the applications of special counsel to the Trustee (“Special Counsel Applications”) (ECF Nos. 16368-16372; 16374-16378; 16380-16388; 16390-16391; 16393) as listed on Exhibit A attached hereto; and the Court having jurisdiction to consider the Application, the Special Counsel Applications, and the relief requested therein in accordance with section 78eee(b)(4) of SIPA, the Protective Decree entered on December 15, 2008 by the United States District Court for the Southern District of New York in Case No. 08 Civ. 10791, and 28 U.S.C. §§ 157 and 1334; and it appearing that sufficient notice of the Application and Special Counsel Applications having been given by July 19, 2017 (ECF No. 16397), and no other notice being necessary; and SIPC having filed its recommendations in support of the Application and Special Counsel Applications on August 15, 2017 (ECF Nos. 16511-16519) pursuant to section 78eee(b)(5)(C) of SIPA; and no objections having been filed; and a hearing (the “Hearing”) having been held on August 23, 2017 to consider the Application and Special Counsel Applications; and the Court having determined that the legal and factual bases set forth in the Application and Special Counsel Applications establish just cause for the

relief granted therein; and after due deliberation and sufficient cause appearing therefore; and for the reasons stated on the record at the Hearing, it is hereby

**ORDERED, ADJUDGED and DECREED** that:

1. The Application is granted **to the extent indicated**. [SMB: 8/23/17]
2. The Special Counsel Applications are granted **to the extent indicated**. [SMB: 8/23/17]
3. The Trustee is authorized to pay the amounts as set forth on Exhibit A.

Dated: New York, New York  
August 23<sup>rd</sup>, 2017

/s/ STUART M. BERNSTEIN  
HONORABLE STUART M. BERNSTEIN  
UNITED STATES BANKRUPTCY JUDGE

**EXHIBIT A TO INTERIM FEE ORDER**

Adv. Pro. No. 08-01789 (SMB)

*Securities Investor Protection Corp. v. Bernard L. Madoff Investment Securities LLC*

*In re Bernard L. Madoff*

**Current Compensation Period: December 1, 2016 – March 31, 2017 (or as otherwise indicated)**

<b><u>Applicant</u></b>	<b><u>Date and ECF No. of Application</u></b>	<b><u>Compensation Period</u></b>	<b><u>Interim Compensation Requested</u></b>	<b><u>Interim Compensation Awarded</u></b>	<b><u>Interim Compensation To Be Paid For Current Fee Period</u></b>	<b><u>Interim Compensation To Be Paid For Prior Fee Periods</u></b>	<b><u>Interim Compensation To Be Paid</u></b>	<b><u>Expenses Requested</u></b>	<b><u>Expenses Awarded</u></b>
Irving H. Picard, Trustee Baker & Hostetler LLP, Counsel to the Trustee	07/19/2017 ECF No. 16367	12/01/2016 – 03/31/2017	\$35,698,866.30	\$35,698,866.30	\$32,128,979.67	\$15,915,731.94	\$48,044,711.61	\$345,286.87	\$345,286.87
Schiltz & Schiltz, Special Counsel to the Trustee	07/19/2017 ECF No. 16368	12/01/2016 – 03/31/2017	\$63,987.24	\$63,987.24	\$51,189.79	\$86,893.84	\$138,083.63	\$4,159.17	\$4,159.17
Higgs & Johnson, Special Counsel to the Trustee	07/19/2017 ECF No. 16369	12/01/2016 – 03/31/2017	\$82,665.90	\$82,665.90	\$66,132.72	\$63,977.59	\$130,110.31	\$1,374.76	\$1,374.76
Soroker – Agmon, Special Counsel to the Trustee	07/19/2017 ECF No. 16370	12/01/2016 – 03/31/2017	\$595,376.55	\$595,376.55	\$476,301.24	\$437,820.05	\$914,121.29	\$23,698.65	\$23,698.65
Graf & Pitkowitz Rechtsanwälte GmbH, Special Counsel to the Trustee	07/19/2017 ECF No. 16372	12/01/2016 – 03/31/2017	\$7,571.11	\$7,571.11	\$6,056.89	\$260,729.03	\$266,785.92	\$35.64	\$35.64

<u><b>Applicant</b></u>	<u><b>Date and ECF No. of Application</b></u>	<u><b>Compensation Period</b></u>	<u><b>Interim Compensation Requested</b></u>	<u><b>Interim Compensation Awarded</b></u>	<u><b>Interim Compensation To Be Paid For Current Fee Period</b></u>	<u><b>Interim Compensation To Be Paid For Prior Fee Periods</b></u>	<u><b>Interim Compensation To Be Paid</b></u>	<u><b>Expenses Requested</b></u>	<u><b>Expenses Awarded</b></u>
SCA Creque, Special Counsel to the Trustee	07/19/2017 ECF No. 16374	12/01/2016 – 03/31/2017	\$30,215.77	\$30,215.77	\$24,172.62	\$66,119.75	\$90,292.37	\$0	\$0
Young Conaway Stargatt & Taylor, LLP, Special Counsel to the Trustee	07/19/2017 ECF No. 16375	12/01/2016 – 03/31/2017	\$61,162.97	\$61,162.97	\$48,930.38	\$72,230.80	\$121,161.18	\$2,405.98	\$2,405.98
Windels Marx Lane & Mittendorf, LLP, Special Counsel to the Trustee	07/19/2017 ECF No. 16371	12/01/2016 – 03/31/2017	\$2,490,019.00	\$2,490,019.00	\$1,992,015.20	\$1,986,892.95	\$3,978,908.15	\$32,148.05	\$32,148.05
Williams, Barristers & Attorneys, Special Counsel to the Trustee	07/19/2017 ECF No. 16376	12/01/2016 – 03/31/2017	\$310,177.79	\$310,177.79	\$248,142.23	\$298,456.56	\$546,598.79	\$0	\$0
UGGC & Associés, Special Counsel to the Trustee	07/19/2017 ECF No. 16377	12/01/2016 – 03/31/2017	\$60,630.50	\$60,630.50	\$48,504.40	\$95,629.31	\$144,133.71	\$4,956.47	\$4,956.47
Werder Vigano, Special Counsel to the Trustee	07/19/2017 ECF No. 16378	12/01/2016 – 03/31/2017	\$2,696.82	\$2,696.82	\$2,157.46	\$16,420.92	\$18,578.38	\$0	\$0
Browne Jacobson LLP, Special Counsel to the Trustee	07/19/2017 ECF No. 16380	12/01/2016 – 03/31/2017	\$955,643.24	\$955,643.24	\$764,514.59	\$877,496.52	\$1,642,011.11	\$35,144.25	\$35,144.25

<u><b>Applicant</b></u>	<u><b>Date and ECF No. of Application</b></u>	<u><b>Compensation Period</b></u>	<u><b>Interim Compensation Requested</b></u>	<u><b>Interim Compensation Awarded</b></u>	<u><b>Interim Compensation To Be Paid For Current Fee Period</b></u>	<u><b>Interim Compensation To Be Paid For Prior Fee Periods</b></u>	<u><b>Interim Compensation To Be Paid</b></u>	<u><b>Expenses Requested</b></u>	<u><b>Expenses Awarded</b></u>
Eugene F. Collins, Special Counsel to the Trustee	07/19/2017 ECF No. 16381	12/01/2016 – 03/31/2017	\$9,392.77	\$9,392.77	\$7,514.22	\$30,629.48	\$38,143.70	\$0	\$0
Cochran Allan, Special Counsel to the Trustee	07/19/2017 ECF No. 16382	12/01/2016 – 03/31/2017	\$2,676.15	\$2,676.15	\$2,140.92	\$2,264.73	\$4,405.65	\$0	\$0
Kelley, Wolter & Scott, Special Counsel to the Trustee	07/19/2017 ECF No. 16383	12/01/2016 – 03/31/2017	\$4,005.00	\$4,005.00	\$3,204.00	\$5,862.87	\$9,066.87	\$0	\$0
Triay Stagnetto Neish, Special Counsel to the Trustee	07/19/2017 ECF No. 16384	12/01/2016 – 03/31/2017	\$0	\$0	\$0	\$51,872.75	\$51,872.75	\$0	\$0
Kugler Kandestin, L.L.P., Special Counsel to the Trustee	07/19/2017 ECF No. 16385	12/01/2016 – 03/31/2017	\$0	\$0	\$0	\$1,582.97	\$1,582.97	\$0	\$0
Osborne & Osborne, P.A., Special Counsel to the Trustee	07/19/2017 ECF No. 16386	12/01/2016 – 03/31/2017	\$0	\$0	\$0	\$120.17	\$120.17	\$0	\$0
La Tanzi, Spaulding & Landreth, P.C., Special Counsel to the Trustee	07/19/2017 ECF No. 16387	12/01/2016 – 03/31/2017	\$0	\$0	\$0	\$379.37	\$379.37	\$0	\$0

<u><b>Applicant</b></u>	<u><b>Date and ECF No. of Application</b></u>	<u><b>Compensation Period</b></u>	<u><b>Interim Compensation Requested</b></u>	<u><b>Interim Compensation Awarded</b></u>	<u><b>Interim Compensation To Be Paid For Current Fee Period</b></u>	<u><b>Interim Compensation To Be Paid For Prior Fee Periods</b></u>	<u><b>Interim Compensation To Be Paid</b></u>	<u><b>Expenses Requested</b></u>	<u><b>Expenses Awarded</b></u>
Bedell Cristin Guernsey Partnership, Special Counsel to the Trustee	07/19/2017 ECF No. 16388	12/01/2016 – 03/31/2017	\$0	\$0	\$0	\$1,599.12	\$1,599.12	\$0	\$0
Munari Giudici Maniglio Panfili E Associati, Special Counsel to the Trustee	07/19/2017 ECF No. 16390	12/01/2016 – 03/31/2017	\$0	\$0	\$0	\$3,910.59	\$3,910.59	\$0	\$0
Ritter & Ritter Advokatur, Special Counsel to the Trustee	07/19/2017 ECF No. 16391	12/01/2016 – 03/31/2017	\$0	\$0	\$0	\$6,285.43	\$6,285.43	\$0	\$0
Tarter Krinsky & Drogin LLP, Special Counsel to the Trustee	07/19/2017 ECF No. 16393	12/01/2016 – 03/31/2017	\$0	\$0	\$0	\$1,455.19	\$1,455.19	\$0	\$0

Schedule A(1)

DATE: \_\_/\_\_/\_\_

INITIALS: \_\_\_\_ USBJ

\* Each Applicant's requested amount includes (at least) a 10% discount from normal hourly rates.

**EXHIBIT B TO INTERIM FEE ORDER**

Adv. Pro. No. 08-1789 (SMB)

*Securities Investor Protection Corp. v. Bernard L. Madoff Investment Securities LLC*

*In re Bernard L. Madoff*

**Summary – Cumulative of All Compensation Periods**

<b><u>Applicant</u></b>	<b><u>Total Interim Compensation Requested</u></b>	<b><u>Total Interim Compensation Awarded</u></b>	<b><u>Total Paid</u></b>	<b><u>Total Expenses Requested</u></b>	<b><u>Total Expenses Awarded</u></b>
Irving H. Picard, Trustee Baker & Hostetler LLP, Counsel	\$924,804,964.34	\$924,804,964.34	\$908,402,693.77	\$15,096,186.99	\$15,096,186.99
AlixPartners, LLP, Consultant to the Receiver	\$316,000.00	\$316,000.00	\$316,000.00	\$15,000.00	\$15,000.00
Windels Marx Lane & Mittendorf, LLP, Counsel to the Chapter 7 Trustee	\$199,500.00	\$199,500.00	\$199,500.00	\$2,770.46	\$2,770.46
Hogan Lovells International LLP, Special Counsel to the Trustee	\$2,324,779.63	\$2,324,779.63	\$2,324,779.63	\$180,941.69	\$180,941.69
Schifferli Vafadar Sivilotti, Special Counsel to the Trustee	\$17,410.00	\$17,410.00	\$17,410.00	\$0	\$0
Mishcon de Reya, Special Counsel to the Trustee	\$1,826,160.26	\$1,826,160.26	\$1,826,160.26	\$139,765.97	\$139,765.97
Receiver, Richards Kibbe & Orbe LLP, Counsel to the Receiver and AlixPartners LLP, Consultant to Receiver	\$300,000.00	\$300,000.00	\$300,000.00	\$6,449.08	\$6,449.08
Taylor Wessing, Special Counsel to the Trustee	\$23,891,237.16	\$23,891,237.16	\$23,891,237.16	\$10,267,356.60	\$10,267,356.60
Greenfield Stein & Senior LLP, Special Counsel to the Trustee	\$50,346.06	\$50,346.06	\$50,346.06	\$747.63	\$747.63
Spizz Cohen & Serchuk, P.C. Special Counsel to the Trustee	\$14,726.25	\$14,726.25	\$14,726.25	\$0	\$0
Goldstein & Russell, P.C. Special Counsel to the Trustee	\$133,848.00	\$133,848.00	\$133,848.00	\$0	\$0
Eugene F. Collins, Special Counsel to the Trustee	\$614,876.62	\$614,876.62	\$584,247.15	\$46,009.33	\$46,009.33
Schiltz & Schiltz, Special Counsel to the Trustee	\$1,644,010.70	\$1,644,010.70	\$1,557,116.85	\$125,605.48	\$125,605.48
Higgs & Johnson, Special Counsel to the Trustee	\$1,294,750.33	\$1,294,750.33	\$1,230,772.74	\$123,071.73	\$123,071.73
Kugler Kandestin, L.L.P., Special Counsel to the Trustee	\$35,263.31	\$35,263.31	\$33,680.34	\$1,219.87	\$1,219.87



<u><b>Applicant</b></u>	<u><b>Total Interim Compensation Requested</b></u>	<u><b>Total Interim Compensation Awarded</b></u>	<u><b>Total Paid</b></u>	<u><b>Total Expenses Requested</b></u>	<u><b>Total Expenses Awarded</b></u>
Graf & Pitkowitz Rechtsanwälte GmbH Special Counsel to the Trustee	\$5,695,334.98	\$5,695,334.98	\$5,434,605.95	\$241,281.05	\$241,281.05
SCA Creque, Special Counsel to the Trustee	\$1,364,772.09	\$1,364,772.09	\$1,298,652.35	\$11,483.30	\$11,483.30
Young Conaway Stargatt & Taylor, LLP, Special Counsel to the Trustee	\$1,250,565.18	\$1,250,565.18	\$1,178,334.39	\$41,268.77	\$41,268.77
Windels Marx Lane & Mittendorf, LLP, Special Counsel to the Trustee	\$59,586,039.16	\$59,586,039.16	\$52,156,728.75	\$472,537.60	\$472,537.60
Williams, Barristers & Attorneys, Special Counsel to the Trustee	\$5,257,627.34	\$5,257,627.34	\$4,959,170.78	\$96,767.25	\$96,767.25
UGGC & Associés, Special Counsel to the Trustee	\$1,701,204.51	\$1,701,204.51	\$1,605,575.20	\$82,558.06	\$82,558.06
Osborne & Osborne, P.A., Special Counsel to the Trustee	\$2,677.05	\$2,677.05	\$2,556.88	\$35.21	\$35.21
Werder Vigano, Special Counsel to the Trustee	\$316,506.09	\$316,506.09	\$300,085.18	\$1,546.91	\$1,546.91
Soroker - Agmon, Special Counsel to the Trustee	\$6,171,927.76	\$6,171,927.76	\$5,734,107.71	\$309,157.30	\$309,157.30
Browne Jacobson LLP, Special Counsel to the Trustee	\$13,650,996.99	\$13,650,996.99	\$12,773,500.46	\$936,466.93	\$936,466.93
La Tanzi, Spaulding & Landreth, P.C., Special Counsel to the Trustee	\$8,451.00	\$8,451.00	\$8,071.64	\$457.30	\$457.30
Triay Stagnetto Neish, Special Counsel to the Trustee	\$998,356.85	\$998,356.85	\$946,484.11	\$43,099.80	\$43,099.80
Ritter & Ritter Advokatur, Special Counsel to the Trustee	\$138,129.67	\$138,129.67	\$131,844.25	\$3,553.43	\$3,553.43
Bedell Cristin Guernsey Partnership, Special Counsel to the Trustee	\$35,622.97	\$35,622.97	\$34,023.86	\$27.56	\$27.56
Munari Guidici Maniglio Panfili E Associati, Special Counsel to the Trustee	\$86,880.33	\$86,880.33	\$82,969.75	\$207.15	\$207.15
Kelley, Wolter & Scott, Special Counsel to the Trustee	\$92,346.75	\$92,346.75	\$86,483.88	\$583.00	\$583.00
Cochran Allan, Special Counsel to the Trustee	\$36,222.30	\$36,222.30	\$33,957.57	\$0	\$0
Tarter Krinsky & Drogin LLP Special Counsel to the Trustee	\$21,719.25	\$21,719.25	\$20,264.06	\$0	\$0

Schedule B(1)

DATE: \_\_\_\_/\_\_\_\_/\_\_\_\_

INITIALS: \_\_\_\_\_ USBJ